

(Per ILA Approval Requirements)



**CA Approval**

**JB Approval**

## REGIONAL FARE COORDINATION SYSTEM

### CHANGE ORDER NO. 3

**CONTRACTOR:**           **ERG Transit Systems (USA) Inc.**  
**CONTRACT NUMBER:**   **229944**

This Change Order to Contract #229944 ("Change Order") is executed as of 6/21/04, by and between ERG Transit Systems (USA) Inc, a California corporation and wholly owned subsidiary of ERG Limited, an Australian corporation, (hereinafter referred to as the "Contractor") and each of the following seven public transportation agencies (hereinafter referred to individually as an "Agency" or collectively as the "Agencies"):

1. Central Puget Sound Regional Transit Authority ("Sound Transit")
2. King County ("King County")
3. Kitsap County Public Transportation Benefit Area ("Kitsap Transit")
4. Pierce County Public Transportation Benefit Area ("Pierce Transit")
5. Snohomish County Public Transportation Benefit Area ("Community Transit")
6. City of Everett ("Everett")
7. State of Washington, acting through the Washington State Department of Transportation, Washington State Ferries Division ("WSF")

#### Background

- A. Effective April 29, 2003, each of the Agencies and the Contractor entered into Contract #229944 ("Contract") to implement a Regional Fare Coordination System ("RFC System") to establish a common fare system utilizing smart card technology. The Contractor is responsible for the development, implementation, operation and maintenance of the RFC System as specified in the Contract.
- B. Effective September 12, 2003, the Agencies and the Contractor executed Change Order No. 1 to authorize the Contractor to proceed with Conceptual Design activities with respect to King County's Radio Control Unit design and development.

- C. Effective May 4, 2004, the Agencies and the Contractor executed Change Order No. 2 to make contract clarification changes.
- D. The Agencies and the Contractor desire to enter into this Change Order No. 3 to implement Windows CE operating system in the Driver Display Unit.

### **Agreements**

The Agencies and the Contractor hereby agree to amend the Contract as follows:

#### **1. PRICE AND PAYMENT**

Division I “Terms and Conditions” , Exhibit 9 “Price Schedule” of the contract is hereby amended as follows:

A. Increase price per unit for the Driver Display Unit from \$1,327 to \$1,365 each for quantity of 1,500 or less; from \$1,264 to \$1,302 each for quantity of 1,501-3,000; and from \$1,251 to \$1,289 each for quantity over 3,000.

Exhibit 9, Page 9 is deleted and replaced with the revised Exhibit 9, Page 9 (Amended 6/21/04) which is attached hereto.

B. Add Driver Display Unit development cost of \$112,440 to Exhibit 9, Section VI, Implementation.

Exhibit 9, Page 14 is deleted and replaced with the revised Exhibit 9, Page 14 (Amended 6/21/04) which is attached hereto.

Exhibit 9, Page 15 is deleted and replaced with the revised Exhibit 9, Page 15 (Amended 6/21/04) which is attached hereto.

#### **2. SCOPE OF WORK**

Division III “Equipment Specifications” of the contract is hereby amended as follows:

A. Change Section 6.III-3 General Requirements Fare Transaction Processor (FTP) to:

- 1. Update Section 6.III-3.4.6. Modularity a) to read that the FTP shall be packaged as a separate unit and not bundled with the DDU, WDOLS or Ethernet hub.

Division III, Page 6.III-44 is deleted and replaced with the revised Division III, Page 6.III-44 (Amended 6/21/04) which is attached hereto.

2. Update Section 6.III- 3.5 Environmental Requirements as follows:

- a. Change first paragraph to read that the FTPs and related modules (including the Ethernet hub) shall be designed to comply with all applicable FCC regulations concerning conducted and radiated emissions of RF energy and shall operate in the environmental conditions provided in Figure III-3.2.

Division III, Page 6.III.44 is deleted and replaced with the revised Division III, Page 6.III-44 (Amended 6/21/04) which is attached hereto.

- b. Update Figure III-3.2 FTP Operating Environment to add Ethernet hub to the list of devices under the parameter "Other", Minimum Requirement block in this table.

Division III, Page 6.III-45 is deleted and replaced with the revised Division III, Page 6.III-45 (Amended 6/21/04) which is attached hereto.

B. Change Section 6.III-4 On-Board Fare Transaction Processor (OBFTP) as follows:

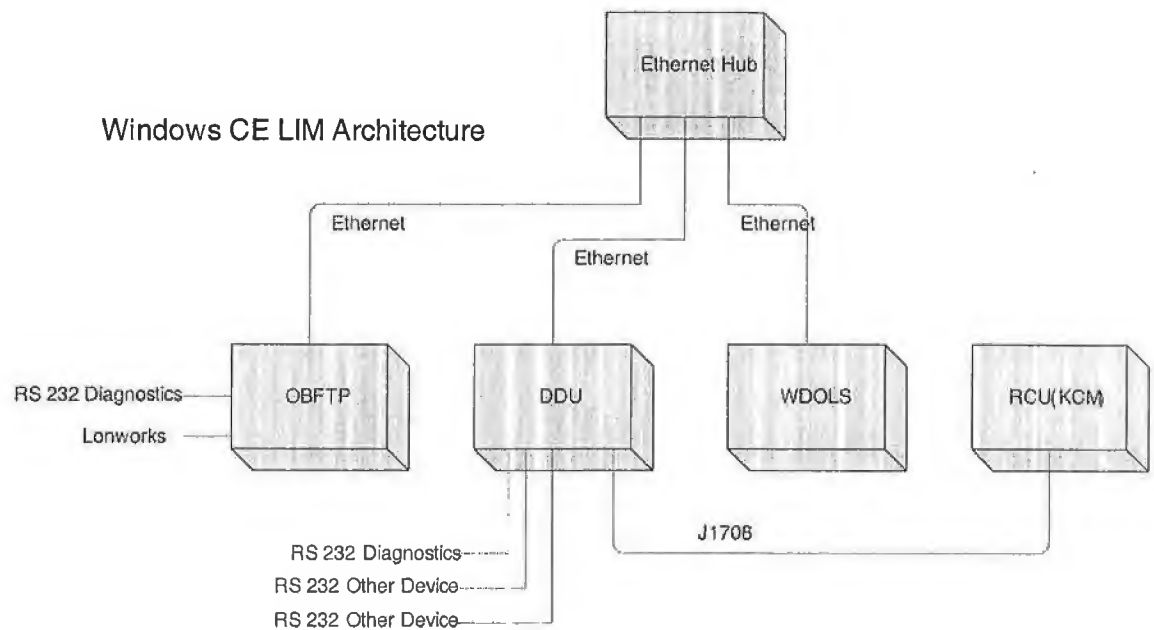
Change Section 6.III-4.1 Subsystem Description – OBFTP to:

1. Add description for Ethernet Hub to subsystem description:

The Ethernet hub will be installed as per Section 6.II-11.3 for the purpose of providing an environment that allows for developing a modular on board architecture as per contract clause 6.III-3.4.6. When installed, the Ethernet hub will function as the communications hub for all on-board system traffic for fare collection purposes. The Ethernet hub shall act as the communications hub between the OBFTP, DDU and WDOLS, tunneling data between these devices in LIM mode. The Ethernet hub shall act as the communications hub between the OBFTP, DDU, WDOLS and VLU, tunneling data between these devices in FIM mode.

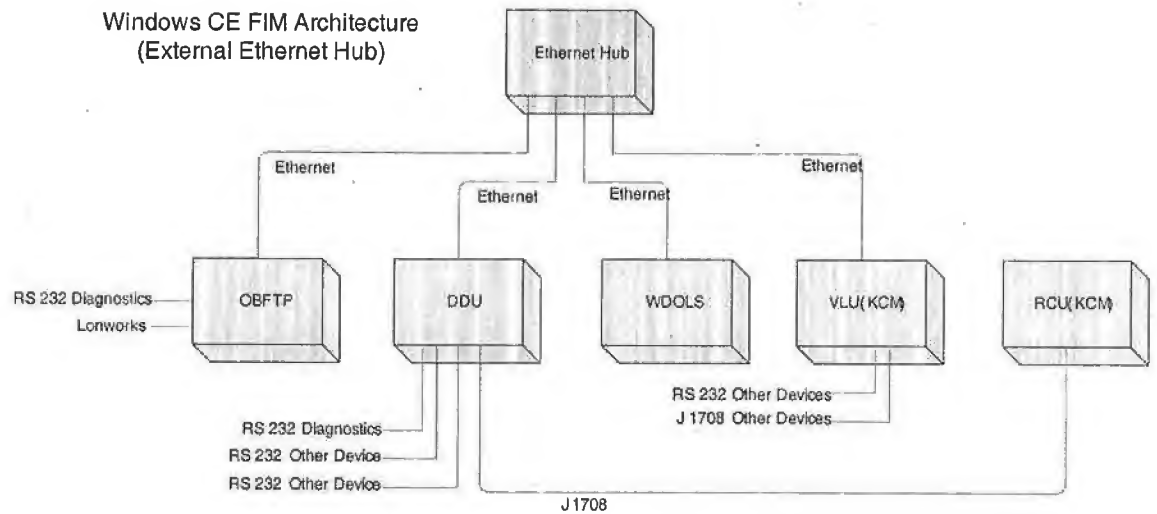
Division III, Page 6.III-49 is deleted and replaced with the revised Division III, Page 6.III-49 (Amended 6/21/04) which is attached hereto.

2. Replace Figure III-4.1 with figure shown below:



Division III, Page 6.III-50 is deleted and replaced with the revised Division III, Page 6.III-50 (Amended 06/21/04) which is attached hereto.

3. Replace Figure III-4.3 with figure shown below:



Division III, Page 6.III-51 is deleted and replaced with the revised Division III, Page 6.III-51 (Amended 6/21/04) which is attached hereto.

### 3. MODIFICATIONS

Except as expressly amended by this Change Order, the Contract remains in full force and effect.

### Attachments

Replacement pages for changes to Division I "Terms and Conditions", Exhibit 9 "Price Schedule"  
Replacement pages for changes to Division III "Equipment Specifications"

IN WITNESS WHEREOF, the parties hereto have executed this Change Order No. 3 to Contract #229944 as of the date set forth below its signature.

**ERG Transit Systems (USA) Inc.**

By: 1-2  
Its: Director of Operations

Date: JUNE 7, 2004

*signed by:  
Richard Long*

**Central Puget Sound Regional Transit Authority**

By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

**City of Everett**

By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

**King County**

By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

**Kitsap County Public Transportation Benefit Area**

By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

**Pierce County Public Transportation Benefit Area**

By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

**Snohomish County Public Transportation Benefit Area**

By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

**Washington State Ferries, Washington State Department of Transportation**

By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

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**ERG Transit Systems (USA) Inc.**

By: \_\_\_\_\_  
Its: \_\_\_\_\_

Date: \_\_\_\_\_

**Central Puget Sound Regional Transit Authority**

By: Joan M Earl  
Its: CEO  
Date: \_\_\_\_\_

**City of Everett**

By: \_\_\_\_\_  
Its: \_\_\_\_\_  
Date: \_\_\_\_\_

**King County**

By: \_\_\_\_\_  
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**Central Puget Sound Regional Transit Authority**

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**Washington State Ferries, Washington State Department of Transportation**

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Date: \_\_\_\_\_

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Its: \_\_\_\_\_

Date: \_\_\_\_\_

**Central Puget Sound Regional Transit Authority**

By: \_\_\_\_\_

Its: \_\_\_\_\_

Date: \_\_\_\_\_

**City of Everett**

By: Paul J. Kefauver

Its: TRANSPORTATION SERVICES DIRECTOR

Date: 6/21/04

**King County**

By: \_\_\_\_\_

Its: \_\_\_\_\_

Date: \_\_\_\_\_

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**City of Everett**

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Its: \_\_\_\_\_

Date: \_\_\_\_\_

**Kitsap County Public Transportation Benefit Area**

By: 02 ML \_\_\_\_\_

Its: EXEC DIR \_\_\_\_\_

Date: \_\_\_\_\_

**Snohomish County Public Transportation Benefit Area**

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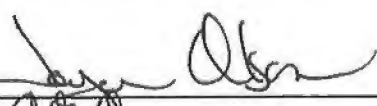
**Kitsap County Public Transportation Benefit Area**

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**Snohomish County Public Transportation Benefit Area**

By:  \_\_\_\_\_

Its:  \_\_\_\_\_

Date: 6/11/04